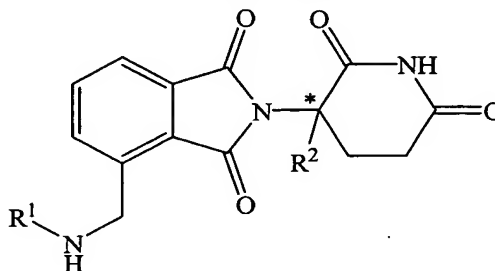


Amendments to the Claims

The following listing of claims will replace all prior versions, and listings, of claims in the application:

1-9. (Canceled without prejudice).

10. (Previously amended) A compound having the formula:



wherein:

R¹ is H, (C₁-C₈)alkyl, (C₃-C₇)cycloalkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, benzyl, aryl, (C₀-C₄)alkyl-(C₁-C₆)heterocycloalkyl, (C₀-C₄)alkyl-(C₂-C₅)heteroaryl, C(O)R³, C(S)R³, C(O)OR⁴, (C₁-C₈)alkyl-N(R⁶)₂, (C₁-C₈)alkyl-OR⁵, (C₁-C₈)alkyl-C(O)OR⁵, C(O)NHR³, C(S)NHR³, C(O)NR³R^{3'}, C(S)NR³R^{3'} or (C₁-C₈)alkyl-O(CO)R⁵;

R² is H or (C₁-C₈)alkyl;

R³ and R^{3'} are independently (C₁-C₈)alkyl, (C₃-C₇)cycloalkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, benzyl, aryl, (C₀-C₄)alkyl-(C₁-C₆)heterocycloalkyl, (C₀-C₄)alkyl-(C₂-C₅)heteroaryl, (C₀-C₈)alkyl-N(R⁶)₂, (C₁-C₈)alkyl-OR⁵, (C₁-C₈)alkyl-C(O)OR⁵, (C₁-C₈)alkyl-O(CO)R⁵, or C(O)OR⁵;

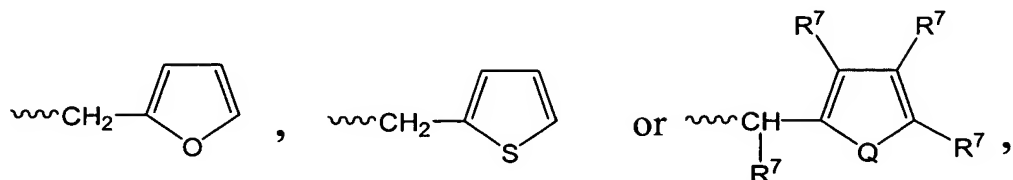
R⁴ is (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, (C₁-C₄)alkyl-OR⁵, benzyl, aryl, (C₀-C₄)alkyl-(C₁-C₆)heterocycloalkyl, or (C₀-C₄)alkyl-(C₂-C₅)heteroaryl;

R⁵ is (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, benzyl, aryl, or (C₂-C₅)heteroaryl;

each occurrence of R⁶ is independently H, (C₁-C₈)alkyl, (C₂-C₈)alkenyl, (C₂-C₈)alkynyl, benzyl, aryl, (C₂-C₅)heteroaryl, or (C₀-C₈)alkyl-C(O)O-R⁵ or the R⁶ groups can join to form a heterocycloalkyl group; and

the * represents a chiral-carbon center.

11. (Original) A compound of claim 10, wherein R^1 is H, (C_1-C_4) alkyl, CH_2OCH_3 , $CH_2CH_2OCH_3$, or

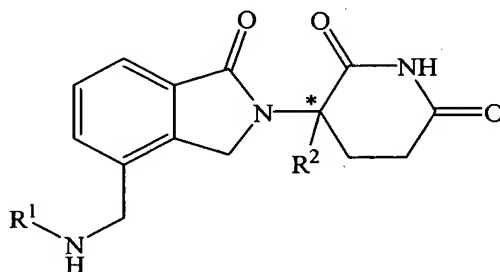


wherein Q is O or S, and each occurrence of R^7 is independently H, (C_1-C_8) alkyl, (C_3-C_7) cycloalkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, benzyl, aryl, halogen, (C_0-C_4) alkyl- (C_1-C_6) heterocycloalkyl, (C_0-C_4) alkyl- (C_2-C_5) heteroaryl, (C_0-C_8) alkyl- $N(R^6)_2$, (C_1-C_8) alkyl- OR^5 , (C_1-C_8) alkyl- $C(O)OR^5$, (C_1-C_8) alkyl- $O(CO)R^5$, or $C(O)OR^5$, or adjacent occurrences of R^7 can be taken together to form a bicyclic alkyl or aryl ring.

12. (Original) A compound of claim 10, wherein R^1 is $C(O)R^3$.

13. (Original) A compound of claim 10, wherein R^1 is $C(O)OR^4$.

14. (Previously amended) A compound having the formula:



wherein:

R^1 is H, (C_1-C_8) alkyl, (C_3-C_7) cycloalkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, benzyl, aryl, (C_0-C_4) alkyl- (C_1-C_6) heterocycloalkyl, (C_0-C_4) alkyl- (C_2-C_5) heteroaryl, $C(O)R^3$, $C(S)R^3$, $C(O)OR^4$, (C_1-C_8) alkyl- $N(R^6)_2$, (C_1-C_8) alkyl- OR^5 , (C_1-C_8) alkyl- $C(O)OR^5$, $C(O)NHR^3$, $C(S)NHR^3$, $C(O)NR^3R^3$, $C(S)NR^3R^3$ or (C_1-C_8) alkyl- $O(CO)R^5$;

R^2 is H or (C_1-C_8) alkyl;

R^3 and R^3 are independently (C_1-C_8) alkyl, (C_3-C_7) cycloalkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, benzyl, aryl, (C_0-C_4) alkyl- (C_1-C_6) heterocycloalkyl, (C_0-C_4) alkyl- (C_2-C_5) heteroaryl, (C_0-C_8) alkyl- $N(R^6)_2$, (C_1-C_8) alkyl- OR^5 , (C_1-C_8) alkyl- $C(O)OR^5$, (C_1-C_8) alkyl- $O(CO)R^5$, or $C(O)OR^5$;

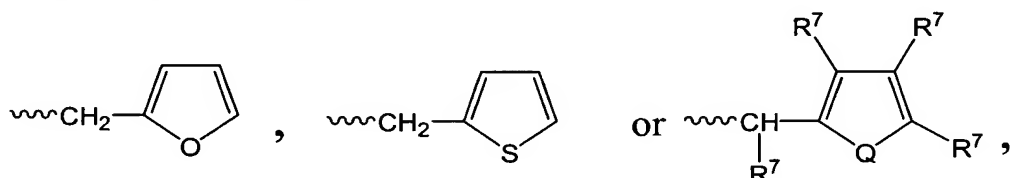
R^4 is (C_1-C_8) alkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, (C_1-C_4) alkyl-OR⁵, benzyl, aryl, (C_0-C_4) alkyl- (C_1-C_6) heterocycloalkyl, or (C_0-C_4) alkyl- (C_2-C_5) heteroaryl;

R^5 is (C_1-C_8) alkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, benzyl, aryl, or (C_2-C_5) heteroaryl;

each occurrence of R^6 is independently H, (C_1-C_8) alkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, benzyl, aryl, (C_2-C_5) heteroaryl, or (C_0-C_8) alkyl-C(O)O-R⁵ or the R^6 groups can join to form a heterocycloalkyl group; and

the * represents a chiral-carbon center.

15. (Original) A compound of claim 14, wherein R^1 is H, (C_1-C_4) alkyl, CH_2OCH_3 , $CH_2CH_2OCH_3$, or

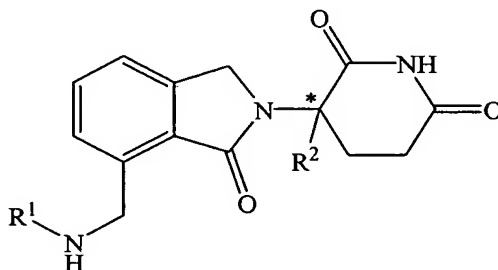


wherein Q is O or S, and each occurrence of R^7 is independently H, (C_1-C_8) alkyl, (C_3-C_7) cycloalkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, benzyl, aryl, halogen, (C_0-C_4) alkyl- (C_1-C_6) heterocycloalkyl, (C_0-C_4) alkyl- (C_2-C_5) heteroaryl, (C_0-C_8) alkyl-N(R^6)₂, (C_1-C_8) alkyl-OR⁵, (C_1-C_8) alkyl-C(O)OR⁵, (C_1-C_8) alkyl-O(CO)R⁵, or C(O)OR⁵, or adjacent occurrences of R^7 can be taken together to form a bicyclic alkyl or aryl ring.

16. (Original) A compound of claim 14, wherein R^1 is C(O)R³.

17. (Original) A compound of claim 14, wherein R^1 is C(O)OR⁴.

18. (Previously amended) A compound having the formula:



wherein:

R^1 is H, (C_1-C_8) alkyl, (C_3-C_7) cycloalkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, benzyl, aryl, (C_0-C_4) alkyl- (C_1-C_6) heterocycloalkyl, (C_0-C_4) alkyl- (C_2-C_5) heteroaryl, $C(O)R^3$, $C(S)R^3$, $C(O)OR^4$, (C_1-C_8) alkyl- $N(R^6)_2$, (C_1-C_8) alkyl- OR^5 , (C_1-C_8) alkyl- $C(O)OR^5$, $C(O)NHR^3$, $C(S)NHR^3$, $C(O)NR^3R^{3'}$, $C(S)NR^3R^{3'}$ or (C_1-C_8) alkyl- $O(CO)R^5$;

R^2 is H or (C_1-C_8) alkyl;

R^3 and $R^{3'}$ are independently (C_1-C_8) alkyl, (C_3-C_7) cycloalkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, benzyl, aryl, (C_0-C_4) alkyl- (C_1-C_6) heterocycloalkyl, (C_0-C_4) alkyl- (C_2-C_5) heteroaryl, (C_0-C_8) alkyl- $N(R^6)_2$, (C_1-C_8) alkyl- OR^5 , (C_1-C_8) alkyl- $C(O)OR^5$, (C_1-C_8) alkyl- $O(CO)R^5$, or $C(O)OR^5$;

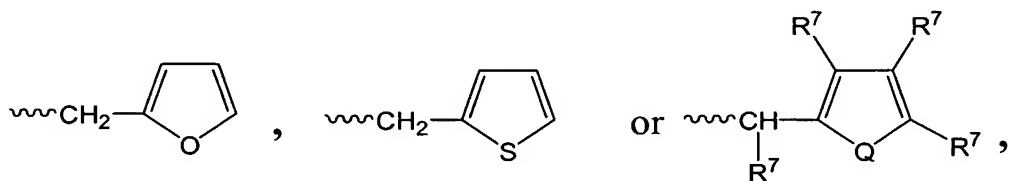
R^4 is (C_1-C_8) alkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, (C_1-C_4) alkyl- OR^5 , benzyl, aryl, (C_0-C_4) alkyl- (C_1-C_6) heterocycloalkyl, or (C_0-C_4) alkyl- (C_2-C_5) heteroaryl;

R^5 is (C_1-C_8) alkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, benzyl, aryl, or (C_2-C_5) heteroaryl;

each occurrence of R^6 is independently H, (C_1-C_8) alkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, benzyl, aryl, (C_2-C_5) heteroaryl, or (C_0-C_8) alkyl- $C(O)OR^5$ or the R^6 groups can join to form a heterocycloalkyl group; and

the * represents a chiral-carbon center.

19. (Original) A compound of claim 18, wherein R^1 is H, (C_1-C_4) alkyl, CH_2OCH_3 , $CH_2CH_2OCH_3$ or



wherein Q is O or S, and each occurrence of R^7 is independently H, (C_1-C_8) alkyl, (C_3-C_7) cycloalkyl, (C_2-C_8) alkenyl, (C_2-C_8) alkynyl, benzyl, aryl, halogen, (C_0-C_4) alkyl- (C_1-C_6) heterocycloalkyl, (C_0-C_4) alkyl- (C_2-C_5) heteroaryl, (C_0-C_8) alkyl- $N(R^6)_2$, (C_1-C_8) alkyl- OR^5 , (C_1-C_8) alkyl- $C(O)OR^5$, (C_1-C_8) alkyl- $O(CO)R^5$, or $C(O)OR^5$, or adjacent occurrences of R^7 can be taken together to form a bicyclic alkyl or aryl ring.

20. (Original) A compound of claim 18, wherein R^1 is $C(O)R^3$.

21. (Original) A compound of claim 18, wherein R¹ is C(O)OR⁴.

22-39. (Canceled without prejudice).

40. (Previously canceled without prejudice).

41-47. (Canceled without prejudice).

48. (Previously canceled without prejudice).

49-52. (Canceled without prejudice).

53-56. (Previously canceled without prejudice).

57-100. (Canceled without prejudice).

101. (New) A compound of claim 10, which is: N-[2-(2,6-dioxo-piperidin-3-yl)-1,3-dioxo-2,3-dihydro-1H-isoindol-4-yl-methyl]-acetamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}cyclopropyl-carboxamide; 1-tert-butyl-3-[2-(2,6-dioxo-piperidin-3-yl)-1,3-dioxo-2,3-dihydro-1H-isoindol-4-ylmethyl]-urea; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}-3,3-dimethylbutanamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}-propanamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}-3-pyridylcarboxamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}heptanamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}-2-furylcarboxamide; 2-amino-N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}acetamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}-2-thienylcarboxamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}(ethylamino)carboxamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}butanamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}-2-pyridylcarboxamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}undecamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}2-methylpropanamide; N- {[2-

(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl}cyclopentylcarboxamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl} cyclohexylcarboxamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl}(butylamino)carboxamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl}(propylamino)carboxamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl}[(methylethylamino)] carboxamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl}(octylamino)carboxamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl}(cyclopropylamino)carboxamide; or N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl}(diethylamino)carboxamide.

102. (New) A compound of claim 10, which is: [2-(2,6-dioxo-piperidin-3-yl)-1,3-dioxo-2,3-dihydro-1H-isoindol-4-yl-methyl]-carbamic acid tert-butyl ester; 4-(aminomethyl)-2-(2,6-dioxo(3-Piperidyl))-isoindoline-1,3-dione; [2-(2,6-dioxo-piperidin-3-yl)-1,3-dioxo-2,3-dihydro-1H-isoindol-4-yl-methyl]-carbamic acid ethyl ester; [2-(2,6-dioxo-piperidin-3-yl)-1,3-dioxo-2,3-dihydro-1H-isoindol-4-yl-methyl]-carbamic acid benzyl ester; 2-(dimethylamino)-N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl} acetamide; ethyl 6-(3N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl} carbamoyl)hexanoate; 3-[(tert-butoxy)carbonylamino]-N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl} propanamide; 3-amino-N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl} propanamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl}-2-methoxyacetamide; (N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl} carbamoyl)methyl acetate; ethyl 2-[N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl} carbamoyl]amino]acetate; 7-amino-N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl} heptanamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl} benzamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl} phenylacetamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl}(phenylamino)carboxamide; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl)methyl}(benzylamino)carboxamide, 2-(2,6-dioxo-piperidin-3-yl)-4- {[2-(furan-2-ylmethyl)-amino-methyl]-isoindole-1,3-dione; N- {[2-(2,6-dioxo(3-piperidyl))-1,3-dioxo-2,3-dihydro-1H-isoindol-4-ylmethyl]-isonicotinamide; 2-(2,6-dioxo(3-piperidyl))-4- {[2-(cyclohexylamino)thioxomethyl]amino}methyl}isoindole-1,3-dione; 2-(2,6-

dioxo(3-piperidyl))-4-({[(ethylamino)thioxomethyl]amino}methyl)isoindole-1,3-dione; 2-(2,6-dioxo(3-piperidyl))-4-({[(propylamino)thioxomethyl]amino}methyl)isoindole-1,3-dione; N-{[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}(cyclopentylamino)carboxamide; N-{[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}(3-pyridylamino)carboxamide; N-{[2-(2,6-dioxo(3-piperidyl))-1,3-dioxoisindolin-4-yl]methyl}piperidylcarboxamide; or piperazine-1-carboxylic acid [2-(2,6-dioxo-piperidin-3-yl)-1,3-dioxo-2,3-dihydro-1H-isoindol-4-ylmethyl]-amide.

103. (New) A compound of claim 14, which is: N-[2-(2,6-dioxo-piperidin-3-yl)-1-oxo-2,3-dihydro-1H-isoindol-4-ylmethyl]-acetamide; N-{[2-(2,6-dioxo(3-piperidyl))-1-oxoisindolin-4-yl]methyl}cyclopropylcarboxamide; or N-{[2-(2,6-dioxo(3-piperidyl))-1-oxoisindolin-4-yl]methyl}(ethylamino)carboxamide.

104. (New) A stereoisomer of a compound of any one of claims 10, 14, 18, 101, 102, or 103.

105. (New) A racemate of a compound of any one of claims 10, 14, 18, 101, 102, or 103.